

RECORDATION NO. 24420-LL FILED

APR 28 '05

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SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.

SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

April 28, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated as of April 4, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Commercial Security Modification Agreement which was previously filed with the Board under Recordation Number 24420-GG.

The name and address of the party to the enclosed document are:

Secured Party: First Mid-Illinois Bank and Trust
12616 State Route 143
Highland, Illinois 62249

[Debtor: Midwest Railcar Corporation
3 Professional Park Drive, Suite B.
Maryville, Illinois 62062]

Mr. Vernon A. Williams
April 28, 2005
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A description of the railroad equipment covered by the enclosed document is:

29 gondola cars within the series WRRRC 680405 – WRRRC 680467 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anm
Enclosures

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PARTIAL RELEASE OF SECURITY INTEREST**SURFACE TRANSPORTATION BOARD**

The undersigned, First Mid-Illinois Bank & Trust, Secured Party, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby terminates, releases and discharges its security interest in and to the railway cars described on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Commercial Security Agreement dated January 2, 2003 and that certain Memorandum of Commercial Security Modification Agreement dated December 10, 2004 by Midwest Railcar Corporation in favor of the Security Party (Recordation No. 24420-~~FF~~, Recorded on January 3, 2005).

C-G

This Partial Release relates solely to the boxcars described on Schedule A attached hereto and shall not affect the lien created by the Security Agreement on any other equipment not listed on Schedule A.

Dated this 4th day of April, 2005

FIRST MID-ILLINOIS BANK & TRUST

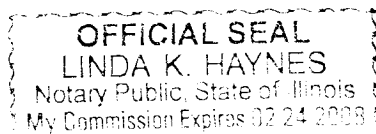
By: Gordon D. Smith
Gordon D. Smith, Community Bank President

STATE OF ILLINOIS)
) ss:
COUNTY OF MADISON)

The foregoing Release of Security Interest was acknowledged before me, the undersigned Notary Public, in the County of Madison, State of Illinois, this 4th day of April, 2005, by Gordon D. Smith, as Community Bank President of **FIRST MID-ILLINOIS BANK & TRUST**, a state-chartered Federal Reserve Member bank organized under the laws of the State of Illinois.

Linda K. Haynes
Notary Public

My commission expires: 2-24-08



SCHEDULE "A"
DESCRIPTION OF RAILCARS

Twenty-Nine (29), 50 ft. 6", 100-ton mil-type gondolas bearing the reporting marks:

WRRC 680405
WRRC 680407
WRRC 680408
WRRC 680409
WRRC 680412
WRRC 680413
WRRC 680415
WRRC 680416
WRRC 680418
WRRC 680421
WRRC 680425
WRRC 680427
WRRC 680429
WRRC 680430
WRRC 680432
WRRC 680433
WRRC 680434
WRRC 680436
WRRC 680439
WRRC 680440
WRRC 680442
WRRC 680443
WRRC 680444
WRRC 680447
WRRC 680450
WRRC 680451
WRRC 680464
WRRC 680466
WRRC 680467